

Nintendo<sup>®</sup>

# Nintendo Co., Ltd.

11-1 Kamitoba Hokotate-cho Minami-ku, Kyoto 601-8501 JAPAN

Phone: 81-75-662-9614 Fax: 81-75-662-9544

April 1, 2004

By International Courier

Securities and Exchange Commission Office of International Corporate Finance Mail Stop 3-2 450 Fifth Street, N.W. Washington, D.C. 20549

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APR 0 5 2004

Re: Nintendo Co., Ltd. File Number 82-2544

SUPPL

Dear Ladies and Gentlemen:

Pursuant to Rule 12g3-2(b)(1)(iv), the following is an updated and revised list of the information that Nintendo Co., Ltd., a corporation incorporated under the laws of Japan (the "Company"), (i) is required to make public pursuant to the laws of Japan, its country of domicile, incorporation and organization, (ii) is required to file with any stock exchange and which has been made public by such exchange or (iii) distributes to its security holders. The updated list below also sets forth timing requirements and the source of the publication requirement.

| Name of Report or<br>Announcement   | Latest Publishing Date<br>According to Law, Regulation<br>or Applicable Rule                  | Source of Publication<br>Requirement  |  |
|---|---|---|--|
| Annual Securities Report<br>(including Audited Financial<br>Statements) and any amendment<br>thereto      | Within three months after the end of fiscal year (on or prior to the last day of June)        | Article 24(1), 24-2(1) of<br>Securities and Exchange Law of<br>Japan (the "Securities Law") |  |
| Semi-Annual Securities Report<br>(including Interim Financial<br>Statements) and any amendment<br>thereto | Within three months after the end of interim period (on or prior to the last day of December) | Article 24-5(1), (5) of the Securities Law  |  |
| Extraordinary Report and any amendment thereto  | Without delay after the occurrence of any of the events listed in a regulations under the     | Article 24-5(4), (5) of the Securities Law  |  |

Securities Law

| Name of Report or<br>Announcement  | Latest Publishing Date According to Law, Regulation or Applicable Rule   | Source of Publication<br>Requirement                                   |  |
|--|--|--|--|
| Securities Registration Statement<br>and any amendment thereto or<br>Shelf Registration Statement, any<br>amendment thereto and<br>Supplemental Documents thereto  | Prior to the public offering or secondary distribution of securities   | Article 4, 5, 7, 23-3(1), 23-4, 23-8(1) of the Securities Law          |  |
| Report as to Acquisition of its<br>own Shares by the Company and<br>any amendment thereto  | By the 15 <sup>th</sup> day of each month after the resolution of shareholders' meeting until the next shareholders' meeting | Article 24-6(1), (3) of the Securities Law                             |  |
| Tender Offer Registration<br>Statement and Tender Offer<br>Report for Acquisition of its own<br>Shares   | At the time of commencement of<br>such tender offer and<br>immediately after the end of the<br>tender offer period           | Article 27-22-2 of the Securities Law                                  |  |
| Brief Statement of Annual<br>Financial Results and Forecast  | Without delay when available   | Rules on Timely Disclosure of<br>Listed Securities in the<br>Exchanges |  |
| Brief Statement of Interim<br>Financial Results and Forecast   | Without delay when available   | Rules on Timely Disclosure of<br>Listed Securities in the<br>Exchanges |  |
| Notice or Announcement in<br>Relation to Material Information<br>as to the Company's Business<br>etc., Which can Significantly<br>Impact an Investor's Decision<br>with respect to the Company (if<br>any)   | Promptly after the occurrence of<br>the event giving rise to such<br>issues  | Rules on Timely Disclosure of<br>Listed Securities in the<br>Exchanges |  |
| Annual Business Report to Shareholders   | None   | None   |  |
| Semi-Annual Business Report<br>to Shareholders (if any)  | None   | None   |  |
| Notice of General Meeting of<br>Shareholders, including Balance<br>Sheet, Statement of Income,<br>Operating Report and Proposal<br>for Appropriation of Retained<br>Earning and Business Report<br>(eigyo hokokusho) in the case of<br>Ordinary General Meeting of<br>Shareholders | Notice must be dispatched at least two weeks prior to the meeting.   | Article 232, 283 of the<br>Commercial Code of Japan                    |  |
| Notice of Resolutions of General<br>Meeting of Shareholders  | None   | None   |  |

| Name of Report or<br>Announcement                                     | Latest Publishing Date According to Law, Regulation or Applicable Rule | Source of Publication Requirement                                      |  |
|---|--|--|--|
| Notice of Interim Dividend decided by Board of Directors              | None   | None   |  |
| Public Announcement   | Generally without delay when available                                 | The Commercial Code of Japan or Securities Law                         |  |
| Annual Report (if any)  | None   | None   |  |
| Overview of First Quarter<br>Financial Results for the Fiscal<br>Year | Without delay when available   | Rules on Timely Disclosure of<br>Listed Securities in the<br>Exchanges |  |
| Overview of Third Quarter<br>Financial Results for the Fiscal<br>Year | Without delay when available   | Rules on Timely Disclosure of<br>Listed Securities in the<br>Exchanges |  |

In the event of any questions or requests for additional information, please do not hesitate to contact the undersigned at 011-81-75-662-9614, Andrew Bor of Perkins Coie LLP at (206) 359-8577 or Amy E. Weaver of Perkins Coie LLP at (206)359-3319.

Very truly yours, NINTENDO CO., LTD.

Yoshihiro Mori



## Nintendo Co., Ltd.

11-1 Kamitoba Hokotate-cho Minami-ku, Kyoto 601-8501 JAPAN

Phone: 81-75-662-9614 Fax: 81-75-662-9544

April 2, 2004

### By International Courier

Securities and Exchange Commission
Office of International Corporate Finance
450 Fifth Street, N. W. (Mail Stop 3-2)
Washington, D.C. 20549

Re:

Nintendo Co., Ltd.

Materials pursuant to Rule 12g3-2(b) Exemption

File Number 82-2544

Dear Ladies and Gentlemen:

Enclosed please find the following documents of Nintendo Co., Ltd. pursuant to Rule 12g3-2(b) of the Exchange Act.

- Report as to Acquisition of its own Shares by the Company; and
- Notice of Financial Forecast Modifications

In the event of any questions or requests for additional information, please do not hesitate to contact the undersigned at 011-81-75-662-9614, Andrew Bor of Perkins Coie LLP at (206) 359-8577 or Amy E. Weaver of Perkins Coie LLP at (206)359-3319.

Very truly yours,

NINTENDO CO., LTD.

Kénich Sugimoto

**Enclosures** 

(Summary Translation) File Number: 82-2544

April 1, 2004

To Kanto Finance Bureau

Nintendo Co., Ltd. Satoru Iwata President

### Report as to Acquisition of its own Shares by the Company

Authorization given at the Shareholders' Meeting on June 27, 2003

Number of total shares to be acquired: 14 million shares (maximum)

• Total amount for the share acquisitions: 110 billion yen (maximum)

### **Actual Acquisitions:**

Acquisition term: March 1, 2004 through March 31, 2004

Number of shares acquired: None

Acquisition amount: N/A

As of March 31, 2004:

Total number of shares outstanding: 141,669,000 shares Number of treasury stocks owned: 7,950,800 shares To whom it may concern

April 1, 2004

Nintendo Co.,Ltd. Yoshihiro Mori

Sr. Managing Director & GM Corporate Analysis & Administration Division

# Notice of Financial Forecast Modifications

In light of the most recent situations of our operations, we modify financial forecasts of the fiscal year (April 1, 2003 – March 31, 2004), which were announced on January 29, 2004 as follows:

1. Modifications of consolidated annual financial forecast (April 1, 2003 - March 31, 2004)

(Unit: millions of yen unless specified)

|  | Sales   | Recurring Profit | Net Profit |
|--|---------|------------------|------------|
| Previous Forecast(A)                                     | 510,000 | 85,000           | 54,000     |
| Modified Forecast(B)                                     | 510,000 | 50,000           | 33,000     |
| Net Increase/Decrease((B)-(A))                           |         | -35,000          | -21,000    |
| Percentage of Increase/Decrease (%)                      | -       | -41.2            | -38.9      |
| Actual Result for the Fiscal Year<br>Ended in March 2003 | 504,135 | 95,040           | 67,267     |

#### 2. Modifications of non-consolidated annual financial forecast (April 1, 2003 - March 31, 2004)

(Unit: millions of ven unless specified)

|  | Sales   | Recurring Profit | Net Profit |
|--|---------|------------------|------------|
| Previous Forecast(A)                                     | 360,000 | 58,000           | 36,000     |
| Modified Forecast(B)                                     | 360,000 | 35,000           | 18,000     |
| Net Increase/Decrease((B)-(A))                           | -       | -23,000          | -18,000    |
| Percentage of Increase/Decrease (%)                      | _       | -39.7            | -50.0      |
| Actual Result for the Fiscal Year<br>Ended in March 2003 | 482,162 | 97,969           | 61,157     |

#### 3. Reason for modification

Due to stronger yen appreciation, foreign exchange loss is expected to be about 68 billion yen, which is about 38 billion yen over the previous forecast. As a result, recurring profit and net profit on consolidated and non-consolidated basis are expected to decline in comparison with the previous forecast.

Exchange rates per US dollar and Euro against Japanese yen were 105.69 yen and 128.88 yen respectively.

Note to the forecast: